

3Rule 3.19A.2

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/9/2001.

Name of entity	Bannerman Resources Limited
ABN	34 113 017 128

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	James McClements
Date of last notice	18 December 2008

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Mr McClements is a partner of Resource Capital Fund IV L.P and holds a beneficial interest in the securities.
Date of change	28 April 2009
No. of securities held prior to change	7,100,000 Ordinary Shares 1 Convertible Note
Class	Ordinary Fully Paid Shares
Number acquired	223,398
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$197,260

+ See chapter 19 for defined terms.

Appendix 3Y
Change of Director's Interest Notice

No. of securities held after change	Indirect: 7,323,398 Ordinary Shares held by Resource Capital Fund IV L.P 1 Convertible Note held by Resource Capital Fund IV L.P
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Shares issued in satisfaction of March 2009 Quarterly interest payment on the Convertible Note held by Resource Capital Fund IV L.P

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	Interest in Convertible Note Facility Agreement dated 28 November 2008 between Resource Capital Funds IV L.P. ("RCF IV") and Bannerman Resources Limited (Issuer of the Convertible Note) for a secured convertible note facility ("Facility") for up to A\$20 million.

DATED: 1 May 2009

+ See chapter 19 for defined terms.

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Introduced 30/9/2001.

Name of entity	Bannerman Resources Limited
ABN	34 113 017 128

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Mason Hills (alternate director)
Date of last notice	1 April 2009

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) Note: Provide details of the circumstances giving rise to the relevant interest.	Mr Hills is a member of the management of Resource Capital Fund IV L.P.
Date of change	28 April 2009
No. of securities held prior to change	7,100,000 Ordinary Shares 1 Convertible Note
Class	Ordinary Fully Paid Shares
Number acquired	223,398
Number disposed	Nil
Value/Consideration Note: If consideration is non-cash, provide details and estimated valuation	\$197,260

+ See chapter 19 for defined terms.

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<p>No. of securities held after change</p>	<p>Indirect:</p> <p>7,323,398 Ordinary Shares held by Resource Capital Fund IV L.P</p> <p>1 Convertible Note held by Resource Capital Fund IV L.P</p>
<p>Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back</p>	<p>Shares issued in satisfaction of March 2009 Quarterly interest payment on the Convertible Note held by Resource Capital Fund IV L.P</p>

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<p>Detail of contract</p>	<p>N/A</p>
<p>Nature of interest</p>	<p>N/A</p>
<p>Name of registered holder (if issued securities)</p>	<p>N/A</p>
<p>Date of change</p>	<p>N/A</p>
<p>No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed</p>	<p>N/A</p>
<p>Interest acquired</p>	<p>N/A</p>
<p>Interest disposed</p>	<p>N/A</p>
<p>Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation</p>	<p>N/A</p>
<p>Interest after change</p>	<p>Interest in Convertible Note Facility Agreement dated 28 November 2008 between Resource Capital Funds IV L.P. ("RCF IV") and Bannerman Resources Limited (Issuer of the Convertible Note) for a secured convertible note facility ("Facility") for up to A\$20 million.</p>

DATED: 1 May 2009

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